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Attorneys for Valve Corporation

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

STARDOCK SYSTEMS, INC.,

Plaintiff

vs.

PAUL REICHE III and ROBERT
FREDERICK FORD,

Defendants.

Case No.: 17-cv-07025-SBA

**COUNTER-DEFENDANT VALVE
CORPORATION'S ANSWER AND
AFFIRMATIVE DEFENSES TO
DEFENDANTS' AND COUNTER-
CLAIMANTS' SECOND AMENDED
COUNTERCLAIM**

CASE NO. 4:17-CV-07025-SBA

COUNTER-DEFENDANT VALVE CORPORATION'S ANSWER AND AFFIRMATIVE
DEFENSES TO DEFENDANTS' AND COUNTER-CLAIMANTS' SECOND AMENDED COUNTERCLAIM

PAUL REICHE III and ROBERT
FREDERICK FORD,

Counter-Claimants

vs.

STARDOCK SYSTEMS, INC., GOG
LIMITED, GOG POLAND SP. Z.O.O., and
VALVE CORPORATION,

Counter-Defendants.

Counter-Defendant [sic] Valve Corporation (“Valve”), by and through its counsel, responds as follows to Defendants and Counter-Claimants Paul Reiche III’s (“Reiche”) and Robert Frederick Ford’s (“Ford”) (collectively, “Defendants”) Second Amended Counterclaim.

INTRODUCTION

1. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 1 of the Second Amended Counterclaim, and on that basis denies the allegations.

2. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 2 of the Second Amended Counterclaim, and on that basis denies the allegations.

3. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 3 of the Second Amended Counterclaim, and on that basis denies the allegations.

4. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 4 of the Second Amended Counterclaim, and on that basis denies the allegations.

5. Valve admits that in or around the fall of 2017, Stardock Systems, Inc. (“Stardock”)

1 began selling Star Control I and Star Control II via <https://store.steampowered.com/>. Valve also
2 admits that it previously distributed and sold Stardock's Star Control: Origins Fleet Battles beta
3 and music packs related to Stardock's Star Control Origins via <https://store.steampowered.com/>
4 and on September 20, 2018, began distributing and selling Stardock's Star Control: Origins game.
5 Valve lacks knowledge or information sufficient to form a belief about the truth of any and all other
6 allegations asserted in Paragraph 5 of the Second Amended Counterclaim, and on that basis denies
7 the allegations.
8

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10 6. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 6 of the Second Amended Counterclaim, and on that
12 basis denies the allegations.

13 **PARTIES**

14 7. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 7 of the Second Amended Counterclaim, and on that
16 basis denies the allegations.

17 8. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 8 of the Second Amended Counterclaim, and on that
19 basis denies the allegations.

20 9. Valve lacks knowledge or information sufficient to form a belief about the truth of
21 any and all allegations asserted in Paragraph 9 of the Second Amended Counterclaim, and on that
22 basis denies the allegations.

23 10. Valve lacks knowledge or information sufficient to form a belief about the truth of
24 any and all allegations asserted in Paragraph 10 of the Second Amended Counterclaim, and on that
25 basis denies the allegations.
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11. Valve admits the allegations in Paragraph 11 of the Second Amended Counterclaim.

JURISDICTION AND VENUE

12. Valve admits the allegations in Paragraph 12 of the Second Amended Counterclaim.

13. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 13 of the Second Amended Counterclaim, and on that basis denies the allegations.

14. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 14 of the Second Amended Counterclaim, and on that basis denies the allegations.

15. Valve does not contest personal jurisdiction in this action. Valve otherwise denies the allegations in Paragraph 16 of the Second Amended Counterclaim to the extent they pertain to Valve.

16. Valve denies the allegations in Paragraph 16 of the Second Amended Counterclaim to the extent they pertain to Valve.

17. Valve does not contest the venue of this action. Valve otherwise denies the allegations in Paragraph 17 of the Second Amended Counterclaim to the extent they pertain to Valve.

INTRADISTRICT ASSIGNMENT

18. Valve admits the allegations in Paragraph 18 of the Second Amended Counterclaim, but denies that it engaged in any wrongdoing or unlawful conduct.

FACTUAL BACKGROUND

Reiche and Ford's Creation and Development of Star Control and Star Control II

19. Valve lacks knowledge or information sufficient to form a belief about the truth of

1 any and all allegations asserted in Paragraph 19 of the Second Amended Counterclaim, and on that
2 basis denies the allegations.

3 20. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 20 of the Second Amended Counterclaim, and on that
5 basis denies the allegations.
6

7 21. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 21 of the Second Amended Counterclaim, and on that
9 basis denies the allegations.

10 22. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 22 of the Second Amended Counterclaim, and on that
12 basis denies the allegations.
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14 23. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 23 of the Second Amended Counterclaim, and on that
16 basis denies the allegations.

17 24. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 24 of the Second Amended Counterclaim, and on that
19 basis denies the allegations.
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21 25. Valve lacks knowledge or information sufficient to form a belief about the truth of
22 any and all allegations asserted in Paragraph 25 of the Second Amended Counterclaim, and on that
23 basis denies the allegations.

24 26. Valve lacks knowledge or information sufficient to form a belief about the truth of
25 any and all allegations asserted in Paragraph 26 of the Second Amended Counterclaim, and on that
26 basis denies the allegations.
27

1 27. Valve lacks knowledge or information sufficient to form a belief about the truth of
2 any and all allegations asserted in Paragraph 27 of the Second Amended Counterclaim, and on that
3 basis denies the allegations.

4 28. Valve lacks knowledge or information sufficient to form a belief about the truth of
5 any and all allegations asserted in Paragraph 28 of the Second Amended Counterclaim, and on that
6 basis denies the allegations.

7 29. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 29 of the Second Amended Counterclaim, and on that
9 basis denies the allegations.

10 30. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 30 of the Second Amended Counterclaim, and on that
12 basis denies the allegations.

13 31. Valve lacks knowledge or information sufficient to form a belief about the truth of
14 any and all allegations asserted in Paragraph 31 of the Second Amended Counterclaim, and on that
15 basis denies the allegations.

16 32. Valve lacks knowledge or information sufficient to form a belief about the truth of
17 any and all allegations asserted in Paragraph 32 of the Second Amended Counterclaim, and on that
18 basis denies the allegations.

19 33. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 33 of the Second Amended Counterclaim, and on that
21 basis denies the allegations.

22 ***Star Control 3 and 4 and Expiration of the 1988 License Agreement***

23 34. Valve lacks knowledge or information sufficient to form a belief about the truth of
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1 any and all allegations asserted in Paragraph 34 of the Second Amended Counterclaim, and on that
2 basis denies the allegations.

3 35. Valve admits that Defendants' Second Amended Counterclaim purports to define
4 the "Classic Star Control Games" as Star Control, Star Control II, and Star Control 3, collectively.

5 36. Valve lacks knowledge or information sufficient to form a belief about the truth of
6 any and all allegations asserted in Paragraph 36 of the Second Amended Counterclaim, and on that
7 basis denies the allegations.

8 37. Valve lacks knowledge or information sufficient to form a belief about the truth of
9 any and all allegations asserted in Paragraph 37 of the Second Amended Counterclaim, and on that
10 basis denies the allegations.

11 38. Valve lacks knowledge or information sufficient to form a belief about the truth of
12 any and all allegations asserted in Paragraph 38 of the Second Amended Counterclaim, and on that
13 basis denies the allegations.

14 39. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 39 of the Second Amended Counterclaim, and on that
16 basis denies the allegations.

17 40. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 40 of the Second Amended Counterclaim, and on that
19 basis denies the allegations.

20 41. Valve lacks knowledge or information sufficient to form a belief about the truth of
21 any and all allegations asserted in Paragraph 41 of the Second Amended Counterclaim, and on that
22 basis denies the allegations.

23 42. Valve lacks knowledge or information sufficient to form a belief about the truth of
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1 any and all allegations asserted in Paragraph 42 of the Second Amended Counterclaim, and on that
2 basis denies the allegations.

3 43. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 43 of the Second Amended Counterclaim, and on that
5 basis denies the allegations.
6

7 44. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 44 of the Second Amended Counterclaim, and on that
9 basis denies the allegations.

10 ***Accolade's Successors' Abandonment and Fraudulent Renewal***
11 ***of the Registration for the Star Control Trademark***
12

13 45. Valve lacks knowledge or information sufficient to form a belief about the truth of
14 any and all allegations asserted in Paragraph 45 of the Second Amended Counterclaim, and on that
15 basis denies the allegations.

16 46. Valve lacks knowledge or information sufficient to form a belief about the truth of
17 any and all allegations asserted in Paragraph 46 of the Second Amended Counterclaim, and on that
18 basis denies the allegations.

19 47. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 47 of the Second Amended Counterclaim, and on that
21 basis denies the allegations.
22

23 48. Valve lacks knowledge or information sufficient to form a belief about the truth of
24 any and all allegations asserted in Paragraph 48 of the Second Amended Counterclaim, and on that
25 basis denies the allegations.
26

***Reiche and Ford's Continued Development of the Star Control Universe
Through The Ur-Quan Masters and Agreement with Atari to Resume Sales
of the Classic Star Control Games***

49. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 49 of the Second Amended Counterclaim, and on that basis denies the allegations.

50. Valve admits that Defendants' Second Amended Counterclaim purports to define the "Reiche and Ford's Star Control Games" as Star Control, Star Control II, including The Ur-Quan Masters, and Reiche's Preexisting Characters used in Star Control 3, collectively. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all other allegations asserted in Paragraph 50 of the Second Amended Counterclaim, and on that basis denies the allegations.

51. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 51 of the Second Amended Counterclaim, and on that basis denies the allegations.

52. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 52 of the Second Amended Counterclaim, and on that basis denies the allegations.

53. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 53 of the Second Amended Counterclaim, and on that basis denies the allegations.

54. Valve lacks knowledge or information sufficient to form a belief about the truth of any and all allegations asserted in Paragraph 54 of the Second Amended Counterclaim, and on that

1 basis denies the allegations.

2 55. Valve lacks knowledge or information sufficient to form a belief about the truth of
3 any and all allegations asserted in Paragraph 55 of the Second Amended Counterclaim, and on that
4 basis denies the allegations.

5 56. Valve lacks knowledge or information sufficient to form a belief about the truth of
6 any and all allegations asserted in Paragraph 56 of the Second Amended Counterclaim, and on that
7 basis denies the allegations.

8 57. Valve lacks knowledge or information sufficient to form a belief about the truth of
9 any and all allegations asserted in Paragraph 57 of the Second Amended Counterclaim, and on that
10 basis denies the allegations.

11 58. Valve lacks knowledge or information sufficient to form a belief about the truth of
12 any and all allegations asserted in Paragraph 58 of the Second Amended Counterclaim, and on that
13 basis denies the allegations.

14 59. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 59 of the Second Amended Counterclaim, and on that
16 basis denies the allegations.

17 60. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 60 of the Second Amended Counterclaim, and on that
19 basis denies the allegations.

20 61. Valve lacks knowledge or information sufficient to form a belief about the truth of
21 any and all allegations asserted in Paragraph 61 of the Second Amended Counterclaim, and on that
22 basis denies the allegations.

23 62. Valve lacks knowledge or information sufficient to form a belief about the truth of
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1 any and all allegations asserted in Paragraph 62 of the Second Amended Counterclaim, and on that
2 basis denies the allegations.

3 63. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 63 of the Second Amended Counterclaim, and on that
5 basis denies the allegations.

6 64. Valve lacks knowledge or information sufficient to form a belief about the truth of
7 any and all allegations asserted in Paragraph 64 of the Second Amended Counterclaim, and on that
8 basis denies the allegations.

9
10 ***Stardock Purportedly Buys Star Control Trademark and Star Control 3 Copyright***

11 65. Valve lacks knowledge or information sufficient to form a belief about the truth of
12 any and all allegations asserted in Paragraph 65 of the Second Amended Counterclaim, and on that
13 basis denies the allegations.

14 66. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 66 of the Second Amended Counterclaim, and on that
16 basis denies the allegations.

17 67. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 67 of the Second Amended Counterclaim, and on that
19 basis denies the allegations.

20 68. Valve lacks knowledge or information sufficient to form a belief about the truth of
21 any and all allegations asserted in Paragraph 68 of the Second Amended Counterclaim, and on that
22 basis denies the allegations.

23 69. Valve lacks knowledge or information sufficient to form a belief about the truth of
24 any and all allegations asserted in Paragraph 69 of the Second Amended Counterclaim, and on that
25

1 basis denies the allegations.

2 ***Reiche and Ford Repeatedly Reject Stardock's Requests to License Reiche***
3 ***and Ford's Star Control Games for Use in Stardock's New Game***

4 70. Valve lacks knowledge or information sufficient to form a belief about the truth of
5 any and all allegations asserted in Paragraph 70 of the Second Amended Counterclaim, and on that
6 basis denies the allegations.

7 71. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 71 of the Second Amended Counterclaim, and on that
9 basis denies the allegations.

10 72. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 72 of the Second Amended Counterclaim, and on that
12 basis denies the allegations.

13 73. Valve lacks knowledge or information sufficient to form a belief about the truth of
14 any and all allegations asserted in Paragraph 73 of the Second Amended Counterclaim, and on that
15 basis denies the allegations.

16 74. Valve lacks knowledge or information sufficient to form a belief about the truth of
17 any and all allegations asserted in Paragraph 74 of the Second Amended Counterclaim, and on that
18 basis denies the allegations.

19 75. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 75 of the Second Amended Counterclaim, and on that
21 basis denies the allegations.

22 76. Valve lacks knowledge or information sufficient to form a belief about the truth of
23 any and all allegations asserted in Paragraph 76 of the Second Amended Counterclaim, and on that
24 basis denies the allegations.

1 basis denies the allegations.

2 77. Valve lacks knowledge or information sufficient to form a belief about the truth of
3 any and all allegations asserted in Paragraph 77 of the Second Amended Counterclaim, and on that
4 basis denies the allegations.

5 78. Valve lacks knowledge or information sufficient to form a belief about the truth of
6 any and all allegations asserted in Paragraph 78 of the Second Amended Counterclaim, and on that
7 basis denies the allegations.

8 79. Valve lacks knowledge or information sufficient to form a belief about the truth of
9 any and all allegations asserted in Paragraph 79 of the Second Amended Counterclaim, and on that
10 basis denies the allegations.

11
12 ***Stardock Begins Making False Statements About Reiche and Ford's Involvement***
13 ***in Its New Game, and Asks Reiche and Ford Again Repeatedly to License***
14 ***Their Star Control Games, Which They Refuse***

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16 80. Valve lacks knowledge or information sufficient to form a belief about the truth of
17 any and all allegations asserted in Paragraph 80 of the Second Amended Counterclaim, and on that
18 basis denies the allegations.

19 81. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 81 of the Second Amended Counterclaim, and on that
21 basis denies the allegations.

22 82. Valve lacks knowledge or information sufficient to form a belief about the truth of
23 any and all allegations asserted in Paragraph 82 of the Second Amended Counterclaim, and on that
24 basis denies the allegations.

25 83. Valve lacks knowledge or information sufficient to form a belief about the truth of
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1 any and all allegations asserted in Paragraph 83 of the Second Amended Counterclaim, and on that
2 basis denies the allegations.

3 84. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 84 of the Second Amended Counterclaim, and on that
5 basis denies the allegations.
6

7 85. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 85 of the Second Amended Counterclaim, and on that
9 basis denies the allegations.

10 86. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 86 of the Second Amended Counterclaim, and on that
12 basis denies the allegations.
13

14 87. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 87 of the Second Amended Counterclaim, and on that
16 basis denies the allegations.

17 88. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 88 of the Second Amended Counterclaim, and on that
19 basis denies the allegations.
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21 89. Valve lacks knowledge or information sufficient to form a belief about the truth of
22 any and all allegations asserted in Paragraph 89 of the Second Amended Counterclaim, and on that
23 basis denies the allegations.

24 90. Valve lacks knowledge or information sufficient to form a belief about the truth of
25 any and all allegations asserted in Paragraph 90 of the Second Amended Counterclaim, and on that
26 basis denies the allegations.
27

1 91. Valve lacks knowledge or information sufficient to form a belief about the truth of
2 any and all allegations asserted in Paragraph 91 of the Second Amended Counterclaim, and on that
3 basis denies the allegations.

4 92. Valve lacks knowledge or information sufficient to form a belief about the truth of
5 any and all allegations asserted in Paragraph 92 of the Second Amended Counterclaim, and on that
6 basis denies the allegations.

7 93. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 93 of the Second Amended Counterclaim, and on that
9 basis denies the allegations.

10 94. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 94 of the Second Amended Counterclaim, and on that
12 basis denies the allegations.

13 95. Valve lacks knowledge or information sufficient to form a belief about the truth of
14 any and all allegations asserted in Paragraph 95 of the Second Amended Counterclaim, and on that
15 basis denies the allegations.

16 96. Valve lacks knowledge or information sufficient to form a belief about the truth of
17 any and all allegations asserted in Paragraph 96 of the Second Amended Counterclaim, and on that
18 basis denies the allegations.

19 97. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 97 of the Second Amended Counterclaim, and on that
21 basis denies the allegations.

22 98. Valve lacks knowledge or information sufficient to form a belief about the truth of
23 any and all allegations asserted in Paragraph 98 of the Second Amended Counterclaim, and on that
24 basis denies the allegations.

1 basis denies the allegations.

2 99. Valve lacks knowledge or information sufficient to form a belief about the truth of
3 any and all allegations asserted in Paragraph 99 of the Second Amended Counterclaim, and on that
4 basis denies the allegations.

5 100. Valve lacks knowledge or information sufficient to form a belief about the truth of
6 any and all allegations asserted in Paragraph 100 of the Second Amended Counterclaim, and on
7 that basis denies the allegations.

8
9 ***Stardock's, Valve's, and GOG's Copyright and Trademark Infringement and Other Unfair***
10 ***Competition***

11 101. Valve admits that Stardock has previously sold the Classic Star Control Games via
12 <https://store.steampowered.com/>. Valve lacks knowledge or information sufficient to form a belief
13 about the truth of any and all other allegations asserted in Paragraph 101 of the Second Amended
14 Counterclaim, and on that basis denies the allegations.

15 102. Valve lacks knowledge or information sufficient to form a belief about the truth of
16 any and all allegations asserted in Paragraph 102 of the Second Amended Counterclaim, and on
17 that basis denies the allegations.

18 103. Valve lacks knowledge or information sufficient to form a belief about the truth of
19 any and all allegations asserted in Paragraph 103 of the Second Amended Counterclaim, and on
20 that basis denies the allegations.

21 104. Valve admits that in December 2017, Reiche and Ford sent Valve a notice of
22 infringement and request to remove the Classic Star Control Games, that Stardock sent Valve a
23 counter-notice and that Valve thereafter continued selling the Classic Star Control Games until
24 Stardock requested that distribution be stopped. Valve lacks knowledge or information sufficient
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1 to form a belief about the truth of any and all other allegations asserted in Paragraph 104 of the
2 Second Amended Counterclaim, and on that basis denies the allegations.

3 105. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 105 of the Second Amended Counterclaim, and on
5 that basis denies the allegations.
6

7 106. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 106 of the Second Amended Counterclaim, and on
9 that basis denies the allegations.

10 107. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 107 of the Second Amended Counterclaim, and on
12 that basis denies the allegations.
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14 108. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 108 of the Second Amended Counterclaim, and on
16 that basis denies the allegations.

17 109. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 109 of the Second Amended Counterclaim, and on
19 that basis denies the allegations.
20

21 110. Valve admits that it previously distributed Stardock's Star Control: Origins Fleet
22 Battles beta via <https://store.steampowered.com/>. Valve lacks knowledge or information sufficient
23 to form a belief about the truth of any and all other allegations asserted in Paragraph 110 of the
24 Second Amended Counterclaim, and on that basis denies the allegations.

25 111. Valve lacks knowledge or information sufficient to form a belief about the truth of
26 any and all allegations asserted in Paragraph 111 of the Second Amended Counterclaim, and on
27

1 that basis denies the allegations.

2 112. Valve lacks knowledge or information sufficient to form a belief about the truth of
3 any and all allegations asserted in Paragraph 112 of the Second Amended Counterclaim, and on
4 that basis denies the allegations.

5 113. Valve lacks knowledge or information sufficient to form a belief about the truth of
6 any and all allegations asserted in Paragraph 113 of the Second Amended Counterclaim, and on
7 that basis denies the allegations.

8 114. Valve lacks knowledge or information sufficient to form a belief about the truth of
9 any and all allegations asserted in Paragraph 114 of the Second Amended Counterclaim, and on
10 that basis denies the allegations.

11 115. Valve lacks knowledge or information sufficient to form a belief about the truth of
12 any and all allegations asserted in Paragraph 115 of the Second Amended Counterclaim, and on
13 that basis denies the allegations.

14 116. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 116 of the Second Amended Counterclaim, and on
16 that basis denies the allegations.

17 117. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 117 of the Second Amended Counterclaim, and on
19 that basis denies the allegations.

20 118. Valve lacks knowledge or information sufficient to form a belief about the truth of
21 any and all allegations asserted in Paragraph 118 of the Second Amended Counterclaim, and on
22 that basis denies the allegations.

23 119. Valve lacks knowledge or information sufficient to form a belief about the truth of
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1 any and all allegations asserted in Paragraph 119 of the Second Amended Counterclaim, and on
2 that basis denies the allegations.

3 120. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 120 of the Second Amended Counterclaim, and on
5 that basis denies the allegations.
6

7 121. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 121 of the Second Amended Counterclaim, and on
9 that basis denies the allegations.

10 122. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 122 of the Second Amended Counterclaim, and on
12 that basis denies the allegations.
13

14 123. Valve admits that it previously distributed Stardock's Star Control: Origins – Arilou
15 Content Pack and Star Control: Origins – Chenjesu Content Pack via
16 <https://store.steampowered.com/>. Valve lacks knowledge or information sufficient to form a belief
17 about the truth of any and all other allegations asserted in Paragraph 123 of the Second Amended
18 Counterclaim, and on that basis denies the allegations.

19 124. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 124 of the Second Amended Counterclaim, and on
21 that basis denies the allegations.
22

23 125. Valve lacks knowledge or information sufficient to form a belief about the truth of
24 any and all allegations asserted in Paragraph 125 of the Second Amended Counterclaim, and on
25 that basis denies the allegations.

26 126. Valve lacks knowledge or information sufficient to form a belief about the truth of
27

1 any and all allegations asserted in Paragraph 126 of the Second Amended Counterclaim, and on
2 that basis denies the allegations.

3 127. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 127 of the Second Amended Counterclaim, and on
5 that basis denies the allegations.
6

7 128. Valve admits that on September 20, 2018, it began distributing and selling
8 Stardock's Star Control: Origins game via <https://store.steampowered.com/>. Valve lacks
9 knowledge or information sufficient to form a belief about the truth of any and all other allegations
10 asserted in Paragraph 128 of the Second Amended Counterclaim, and on that basis denies the
11 allegations.
12

13 129. Valve lacks knowledge or information sufficient to form a belief about the truth of
14 any and all allegations asserted in Paragraph 129 of the Second Amended Counterclaim, and on
15 that basis denies the allegations.

16 130. Valve lacks knowledge or information sufficient to form a belief about the truth of
17 any and all allegations asserted in Paragraph 130 of the Second Amended Counterclaim, and on
18 that basis denies the allegations.

19 131. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 131 of the Second Amended Counterclaim, and on
21 that basis denies the allegations.
22

23 132. Valve lacks knowledge or information sufficient to form a belief about the truth of
24 any and all allegations asserted in Paragraph 132 of the Second Amended Counterclaim, and on
25 that basis denies the allegations.

26 133. Valve lacks knowledge or information sufficient to form a belief about the truth of
27

1 any and all allegations asserted in Paragraph 133 of the Second Amended Counterclaim, and on
2 that basis denies the allegations.

3 134. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 134 of the Second Amended Counterclaim, and on
5 that basis denies the allegations.
6

7 135. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 135 of the Second Amended Counterclaim, and on
9 that basis denies the allegations.

10 136. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 136 of the Second Amended Counterclaim, and on
12 that basis denies the allegations.
13

14 137. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 137 of the Second Amended Counterclaim, and on
16 that basis denies the allegations.

17 138. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 138 of the Second Amended Counterclaim, and on
19 that basis denies the allegations.
20

21 139. Valve lacks knowledge or information sufficient to form a belief about the truth of
22 any and all allegations asserted in Paragraph 139 of the Second Amended Counterclaim, and on
23 that basis denies the allegations.

24 ***Stardock's Fraudulent Claims to Trademark Rights to Prevent Reiche and Ford from Making***
25 ***Their Own Derivative Work***

26 140. Valve lacks knowledge or information sufficient to form a belief about the truth of
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1 any and all allegations asserted in Paragraph 140 of the Second Amended Counterclaim, and on
2 that basis denies the allegations.

3 141. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 141 of the Second Amended Counterclaim, and on
5 that basis denies the allegations.
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7 142. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 142 of the Second Amended Counterclaim, and on
9 that basis denies the allegations.

10 143. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 143 of the Second Amended Counterclaim, and on
12 that basis denies the allegations.
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14 144. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 144 of the Second Amended Counterclaim, and on
16 that basis denies the allegations.

17 145. Valve lacks knowledge or information sufficient to form a belief about the truth of
18 any and all allegations asserted in Paragraph 145 of the Second Amended Counterclaim, and on
19 that basis denies the allegations.
20

21 146. Valve lacks knowledge or information sufficient to form a belief about the truth of
22 any and all allegations asserted in Paragraph 146 of the Second Amended Counterclaim, and on
23 that basis denies the allegations.

24 147. Valve lacks knowledge or information sufficient to form a belief about the truth of
25 any and all allegations asserted in Paragraph 147 of the Second Amended Counterclaim, and on
26 that basis denies the allegations.
27

1 148. Valve lacks knowledge or information sufficient to form a belief about the truth of
2 any and all allegations asserted in Paragraph 148 of the Second Amended Counterclaim, and on
3 that basis denies the allegations.

4 149. Valve lacks knowledge or information sufficient to form a belief about the truth of
5 any and all allegations asserted in Paragraph 149 of the Second Amended Counterclaim, and on
6 that basis denies the allegations.

7 150. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 150 of the Second Amended Counterclaim, and on
9 that basis denies the allegations.

10 151. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 151 of the Second Amended Counterclaim, and on
12 that basis denies the allegations.

13
14
15 ***GOG Breaches the Ford-GOG Agreement***

16 152. Valve lacks knowledge or information sufficient to form a belief about the truth of
17 any and all allegations asserted in Paragraph 152 of the Second Amended Counterclaim, and on
18 that basis denies the allegations.

19 153. Valve lacks knowledge or information sufficient to form a belief about the truth of
20 any and all allegations asserted in Paragraph 153 of the Second Amended Counterclaim, and on
21 that basis denies the allegations.

22 154. Valve lacks knowledge or information sufficient to form a belief about the truth of
23 any and all allegations asserted in Paragraph 154 of the Second Amended Counterclaim, and on
24 that basis denies the allegations.

25 155. Valve lacks knowledge or information sufficient to form a belief about the truth of
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1 any and all allegations asserted in Paragraph 155 of the Second Amended Counterclaim, and on
2 that basis denies the allegations.

3 156. Valve lacks knowledge or information sufficient to form a belief about the truth of
4 any and all allegations asserted in Paragraph 156 of the Second Amended Counterclaim, and on
5 that basis denies the allegations.
6

7 157. Valve lacks knowledge or information sufficient to form a belief about the truth of
8 any and all allegations asserted in Paragraph 157 of the Second Amended Counterclaim, and on
9 that basis denies the allegations.

10 158. Valve lacks knowledge or information sufficient to form a belief about the truth of
11 any and all allegations asserted in Paragraph 158 of the Second Amended Counterclaim, and on
12 that basis denies the allegations.
13

14 159. Valve lacks knowledge or information sufficient to form a belief about the truth of
15 any and all allegations asserted in Paragraph 159 of the Second Amended Counterclaim, and on
16 that basis denies the allegations.

17 ***Reiche and Ford's Notices & Valve's & GOG's Continued Intentional & Willful Infringement***

18 160. Valve admits the allegations in Paragraph 160 to the extent they pertain to Valve.
19 Valve lacks knowledge or information sufficient to form a belief about the truth of any and all other
20 allegations asserted in Paragraph 160 of the Second Amended Counterclaim, and on that basis
21 denies the allegations.
22

23 161. Valve admits that on September 20, 2018, it began distributing and selling
24 Stardock's Star Control: Origins game via <https://store.steampowered.com/>. Valve lacks
25 knowledge or information sufficient to form a belief about the truth of any and all other allegations
26 asserted in Paragraph 161 of the Second Amended Counterclaim, and on that basis denies the
27

1 allegations.

2 162. Valve denies the allegations in Paragraph 162 to the extent they pertain to Valve.
3 Valve lacks knowledge or information sufficient to form a belief about the truth of any and all other
4 allegations asserted in Paragraph 162 of the Second Amended Counterclaim, and on that basis
5 denies the allegations.
6

7 **FIRST CAUSE OF ACTION**

8 **(Copyright Infringement – 17 U.S.C. § 501 – Against All Counter-Defendants)**

9 163. Valve realleges and incorporates herein by reference its responses to Paragraphs 1
10 through 162 above as if set forth in full.

11 164. Valve denies the allegations in Paragraph 164 to the extent they pertain to Valve.
12 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
13 164 of the Second Amended Counterclaim, and denies them on that basis.
14

15 165. Valve denies the allegations in Paragraph 165 to the extent they pertain to Valve.
16 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
17 165 of the Second Amended Counterclaim, and denies them on that basis.

18 166. Valve denies the allegations in Paragraph 166 to the extent they pertain to Valve.
19 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
20 166 of the Second Amended Counterclaim, and denies them on that basis.
21

22 167. Valve denies the allegations in Paragraph 167 to the extent they pertain to Valve.
23 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
24 167 of the Second Amended Counterclaim, and denies them on that basis.

25 168. Valve denies the allegations in Paragraph 168 to the extent they pertain to Valve.
26 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
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168 of the Second Amended Counterclaim, and denies them on that basis.

SECOND CAUSE OF ACTION

(Declaratory Judgment re: Ownership of Copyrights – Against Stardock)

169. Valve realleges and incorporates herein by reference its responses to Paragraphs 1 through 168 above as if set forth in full.

170. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient information to admit or deny the allegations in Paragraph 170 of the Second Amended Counterclaim, and denies them on that basis.

171. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient information to admit or deny the allegations in Paragraph 171 of the Second Amended Counterclaim, and denies them on that basis.

172. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient information to admit or deny the allegations in Paragraph 172 of the Second Amended Counterclaim, and denies them on that basis.

THIRD CAUSE OF ACTION

(Unfair Competition – Lanham Act § 43(a) (15 U.S.C. § 1125(a) – Against Stardock)

173. Valve realleges and incorporates herein by reference its responses to Paragraphs 1 through 172 above as if set forth in full.

174. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient

1 information to admit or deny the allegations in Paragraph 174 of the Second Amended
2 Counterclaim, and denies them on that basis.

3 175. This alleged claim for relief is not asserted against Valve, and therefore no response
4 is required from Valve. To the extent a response is required, Valve does not have sufficient
5 information to admit or deny the allegations in Paragraph 175 of the Second Amended
6 Counterclaim, and denies them on that basis.

7 176. This alleged claim for relief is not asserted against Valve, and therefore no response
8 is required from Valve. To the extent a response is required, Valve does not have sufficient
9 information to admit or deny the allegations in Paragraph 176 of the Second Amended
10 Counterclaim, and denies them on that basis.

11 177. This alleged claim for relief is not asserted against Valve, and therefore no response
12 is required from Valve. To the extent a response is required, Valve does not have sufficient
13 information to admit or deny the allegations in Paragraph 177 of the Second Amended
14 Counterclaim, and denies them on that basis.

15 178. This alleged claim for relief is not asserted against Valve, and therefore no response
16 is required from Valve. To the extent a response is required, Valve does not have sufficient
17 information to admit or deny the allegations in Paragraph 178 of the Second Amended
18 Counterclaim, and denies them on that basis.

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21
22 **FOURTH CAUSE OF ACTION**

23 **(Common Law Trademark Infringement and Unfair Competition – Against Stardock)**

24 179. Valve realleges and incorporates herein by reference its responses to Paragraphs 1
25 through 178 above as if set forth in full.

1 180. This alleged claim for relief is not asserted against Valve, and therefore no response
2 is required from Valve. To the extent a response is required, Valve does not have sufficient
3 information to admit or deny the allegations in Paragraph 180 of the Second Amended
4 Counterclaim, and denies them on that basis.

5 181. This alleged claim for relief is not asserted against Valve, and therefore no response
6 is required from Valve. To the extent a response is required, Valve does not have sufficient
7 information to admit or deny the allegations in Paragraph 181 of the Second Amended
8 Counterclaim, and denies them on that basis.

9 182. This alleged claim for relief is not asserted against Valve, and therefore no response
10 is required from Valve. To the extent a response is required, Valve does not have sufficient
11 information to admit or deny the allegations in Paragraph 182 of the Second Amended
12 Counterclaim, and denies them on that basis.

13 183. This alleged claim for relief is not asserted against Valve, and therefore no response
14 is required from Valve. To the extent a response is required, Valve does not have sufficient
15 information to admit or deny the allegations in Paragraph 183 of the Second Amended
16 Counterclaim, and denies them on that basis.

17 184. This alleged claim for relief is not asserted against Valve, and therefore no response
18 is required from Valve. To the extent a response is required, Valve does not have sufficient
19 information to admit or deny the allegations in Paragraph 184 of the Second Amended
20 Counterclaim, and denies them on that basis.

21 185. This alleged claim for relief is not asserted against Valve, and therefore no response
22 is required from Valve. To the extent a response is required, Valve does not have sufficient
23 information to admit or deny the allegations in Paragraph 185 of the Second Amended
24 Counterclaim, and denies them on that basis.

1 information to admit or deny the allegations in Paragraph 185 of the Second Amended
2 Counterclaim, and denies them on that basis.

3 186. This alleged claim for relief is not asserted against Valve, and therefore no response
4 is required from Valve. To the extent a response is required, Valve does not have sufficient
5 information to admit or deny the allegations in Paragraph 186 of the Second Amended
6 Counterclaim, and denies them on that basis.
7

8 **FIFTH CAUSE OF ACTION**

9 **(Unfair Competition (Cal. Bus. & Prof. Code § 17200 *et seq.*) – Against Stardock)**

10 187. Valve realleges and incorporates herein by reference its responses to Paragraphs 1
11 through 186 above as if set forth in full.

12 188. This alleged claim for relief is not asserted against Valve, and therefore no response
13 is required from Valve. To the extent a response is required, Valve does not have sufficient
14 information to admit or deny the allegations in Paragraph 188 of the Second Amended
15 Counterclaim, and denies them on that basis.
16

17 189. This alleged claim for relief is not asserted against Valve, and therefore no response
18 is required from Valve. To the extent a response is required, Valve does not have sufficient
19 information to admit or deny the allegations in Paragraph 189 of the Second Amended
20 Counterclaim, and denies them on that basis.
21

22 190. This alleged claim for relief is not asserted against Valve, and therefore no response
23 is required from Valve. To the extent a response is required, Valve does not have sufficient
24 information to admit or deny the allegations in Paragraph 190 of the Second Amended
25 Counterclaim, and denies them on that basis.
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SIXTH CAUSE OF ACTION**(Cancellation of U.S. Trademark Registration No. 2,046,036 – Against Stardock)**

191. Valve realleges and incorporates herein by reference its responses to Paragraphs 1 through 190 above as if set forth in full.

192. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient information to admit or deny the allegations in Paragraph 192 of the Second Amended Counterclaim, and denies them on that basis.

SEVENTH CAUSE OF ACTION**(Conversion – Against Stardock)**

193. Valve realleges and incorporates herein by reference its responses to Paragraphs 1 through 192 above as if set forth in full.

194. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient information to admit or deny the allegations in Paragraph 194 of the Second Amended Counterclaim, and denies them on that basis.

195. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient information to admit or deny the allegations in Paragraph 195 of the Second Amended Counterclaim, and denies them on that basis.

196. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient

1 information to admit or deny the allegations in Paragraph 196 of the Second Amended
2 Counterclaim, and denies them on that basis.

3 197. This alleged claim for relief is not asserted against Valve, and therefore no response
4 is required from Valve. To the extent a response is required, Valve does not have sufficient
5 information to admit or deny the allegations in Paragraph 197 of the Second Amended
6 Counterclaim, and denies them on that basis.
7

8 **EIGHTH CAUSE OF ACTION**

9 **(Declaratory Judgment re: Trademark Rights – Against Stardock)**

10 198. Valve realleges and incorporates herein by reference its responses to Paragraphs 1
11 through 197 above as if set forth in full.

12 199. This alleged claim for relief is not asserted against Valve, and therefore no response
13 is required from Valve. To the extent a response is required, Valve does not have sufficient
14 information to admit or deny the allegations in Paragraph 199 of the Second Amended
15 Counterclaim, and denies them on that basis.
16

17 200. This alleged claim for relief is not asserted against Valve, and therefore no response
18 is required from Valve. To the extent a response is required, Valve does not have sufficient
19 information to admit or deny the allegations in Paragraph 200 of the Second Amended
20 Counterclaim, and denies them on that basis.
21

22 201. This alleged claim for relief is not asserted against Valve, and therefore no response
23 is required from Valve. To the extent a response is required, Valve does not have sufficient
24 information to admit or deny the allegations in Paragraph 201 of the Second Amended
25 Counterclaim, and denies them on that basis.
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204. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient information to admit or deny the allegations in Paragraph 204 of the Second Amended Counterclaim, and denies them on that basis.

(Fraud – Against Stardock and GOG)

207. This alleged claim for relief is not asserted against Valve, and therefore no response is required from Valve. To the extent a response is required, Valve does not have sufficient

1 information to admit or deny the allegations in Paragraph 207 of the Second Amended
2 Counterclaim, and denies them on that basis.

3 208. This alleged claim for relief is not asserted against Valve, and therefore no response
4 is required from Valve. To the extent a response is required, Valve does not have sufficient
5 information to admit or deny the allegations in Paragraph 208 of the Second Amended
6 Counterclaim, and denies them on that basis.

7 209. This alleged claim for relief is not asserted against Valve, and therefore no response
8 is required from Valve. To the extent a response is required, Valve does not have sufficient
9 information to admit or deny the allegations in Paragraph 209 of the Second Amended
10 Counterclaim, and denies them on that basis.

11 210. This alleged claim for relief is not asserted against Valve, and therefore no response
12 is required from Valve. To the extent a response is required, Valve does not have sufficient
13 information to admit or deny the allegations in Paragraph 210 of the Second Amended
14 Counterclaim, and denies them on that basis.

15 211. This alleged claim for relief is not asserted against Valve, and therefore no response
16 is required from Valve. To the extent a response is required, Valve does not have sufficient
17 information to admit or deny the allegations in Paragraph 211 of the Second Amended
18 Counterclaim, and denies them on that basis.

19 212. This alleged claim for relief is not asserted against Valve, and therefore no response
20 is required from Valve. To the extent a response is required, Valve does not have sufficient
21 information to admit or deny the allegations in Paragraph 212 of the Second Amended
22 Counterclaim, and denies them on that basis.

1 213. This alleged claim for relief is not asserted against Valve, and therefore no response
2 is required from Valve. To the extent a response is required, Valve does not have sufficient
3 information to admit or deny the allegations in Paragraph 213 of the Second Amended
4 Counterclaim, and denies them on that basis.

5 214. This alleged claim for relief is not asserted against Valve, and therefore no response
6 is required from Valve. To the extent a response is required, Valve does not have sufficient
7 information to admit or deny the allegations in Paragraph 214 of the Second Amended
8 Counterclaim, and denies them on that basis.

9
10 **TENTH CAUSE OF ACTION**

11 **(Breach of Contract – Against GOG)**

12 215. Valve realleges and incorporates herein by reference its responses to Paragraphs 1
13 through 214 above as if set forth in full.

14 216. This alleged claim for relief is not asserted against Valve, and therefore no response
15 is required from Valve. To the extent a response is required, Valve does not have sufficient
16 information to admit or deny the allegations in Paragraph 216 of the Second Amended
17 Counterclaim, and denies them on that basis.

18 217. This alleged claim for relief is not asserted against Valve, and therefore no response
19 is required from Valve. To the extent a response is required, Valve does not have sufficient
20 information to admit or deny the allegations in Paragraph 217 of the Second Amended
21 Counterclaim, and denies them on that basis.

22 218. This alleged claim for relief is not asserted against Valve, and therefore no response
23 is required from Valve. To the extent a response is required, Valve does not have sufficient
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1 information to admit or deny the allegations in Paragraph 218 of the Second Amended
2 Counterclaim, and denies them on that basis.

3 219. This alleged claim for relief is not asserted against Valve, and therefore no response
4 is required from Valve. To the extent a response is required, Valve does not have sufficient
5 information to admit or deny the allegations in Paragraph 219 of the Second Amended
6 Counterclaim, and denies them on that basis.

8 **ELEVENTH CAUSE OF ACTION**

9 **(Contributory Copyright Infringement – Against Valve and GOG)**

10 220. Valve realleges and incorporates herein by reference its responses to Paragraphs 1
11 through 219 above as if set forth in full.

12 221. Valve denies the allegations in Paragraph 221 to the extent they pertain to Valve.
13 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
14 221 of the Second Amended Counterclaim, and denies them on that basis.

15 222. Valve denies the allegations in Paragraph 222 to the extent they pertain to Valve.
16 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
17 222 of the Second Amended Counterclaim, and denies them on that basis.

18 223. Valve denies the allegations in Paragraph 223 to the extent they pertain to Valve.
19 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
20 223 of the Second Amended Counterclaim, and denies them on that basis.

21 224. Valve denies the allegations in Paragraph 224 to the extent they pertain to Valve.
22 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
23 224 of the Second Amended Counterclaim, and denies them on that basis.

24 225. Valve denies the allegations in Paragraph 225 to the extent they pertain to Valve.
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1 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
2 225 of the Second Amended Counterclaim, and denies them on that basis.

3 226. Valve denies the allegations in Paragraph 226 to the extent they pertain to Valve.
4 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
5 226 of the Second Amended Counterclaim, and denies them on that basis.
6

7 **TWELFTH CAUSE OF ACTION**

8 **(Vicarious Copyright Infringement – Against Valve and GOG)**

9 227. Valve realleges and incorporates herein by reference its responses to Paragraphs 1
10 through 226 above as if set forth in full.

11 228. Valve denies the allegations in Paragraph 228 to the extent they pertain to Valve.
12 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
13 228 of the Second Amended Counterclaim, and denies them on that basis.
14

15 229. Valve denies the allegations in Paragraph 229 to the extent they pertain to Valve.
16 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
17 229 of the Second Amended Counterclaim, and denies them on that basis.

18 230. Valve denies the allegations in Paragraph 230 to the extent they pertain to Valve.
19 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
20 230 of the Second Amended Counterclaim, and denies them on that basis.
21

22 231. Valve denies the allegations in Paragraph 231 to the extent they pertain to Valve.
23 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
24 231 of the Second Amended Counterclaim, and denies them on that basis.

25 232. Valve denies the allegations in Paragraph 232 to the extent they pertain to Valve.
26 Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph
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232 of the Second Amended Counterclaim, and denies them on that basis.

233. Valve denies the allegations in Paragraph 233 to the extent they pertain to Valve. Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph 233 of the Second Amended Counterclaim, and denies them on that basis.

234. Valve denies the allegations in Paragraph 234 to the extent they pertain to Valve. Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph 234 of the Second Amended Counterclaim, and denies them on that basis.

235. Valve denies the allegations in Paragraph 235 to the extent they pertain to Valve. Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph 235 of the Second Amended Counterclaim, and denies them on that basis.

236. Valve denies the allegations in Paragraph 236 to the extent they pertain to Valve. Valve does not have sufficient information to admit or deny the remaining allegations in Paragraph 236 of the Second Amended Counterclaim, and denies them on that basis.

RESPONSE TO PRAYER FOR RELIEF

To the extent that this section requires a response, Valve denies that Defendants are entitled to any relief whatsoever from any of the claims alleged in their purported Second Amended Counterclaim asserted against Valve, including any of the relief alleged and listed in the Second Amended Counterclaim's Prayer for Relief.

GENERAL DENIAL

Valve further denies each and every allegation in the Second Amended Counterclaim that is not specifically admitted, denied, or otherwise responded to in this Answer.

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AFFIRMATIVE DEFENSES

FIRST AFFIRMATIVE DEFENSE

Defendants fail to state a claim upon which relief may be granted.

SECOND AFFIRMATIVE DEFENSE

Defendants are not entitled to injunctive relief because, among other things, there is no risk of irreparable harm and money damages would be adequate for any harm herein alleged.

THIRD AFFIRMATIVE DEFENSE

One or more of Defendants' claims are barred by preemption.

FOURTH AFFIRMATIVE DEFENSE

Defendants' copyright claims are barred because Valve is immune from liability under one or more of the safe harbors provided under the Digital Millennium Copyright Act, 17 U.S.C. § 512.

FIFTH AFFIRMATIVE DEFENSE

Defendants' claims are barred, in whole or in part, in that Defendants authorized, consented to, and/or acquiesced in Valve's alleged actions.

SIXTH AFFIRMATIVE DEFENSE

Defendants' claims are barred by the doctrine of fair use.

SEVENTH AFFIRMATIVE DEFENSE

Defendants' copyright claims are barred by the merger doctrine, and therefore Defendants cannot establish ownership of any valid and enforceable copyrights and infringement of any such alleged copyrights.

EIGHTH AFFIRMATIVE DEFENSE

Defendants' copyright claims are barred by the doctrine of scènes à faire, and therefore Defendants cannot establish ownership of any valid and enforceable copyrights and infringement of any such alleged copyrights.

NINTH AFFIRMATIVE DEFENSE

Defendants' claims are barred, in whole or in part, by the doctrine of unclean hands.

TENTH AFFIRMATIVE DEFENSE

Defendants' claims are barred, in whole or in part, by the statute of limitations.

ELEVENTH AFFIRMATIVE DEFENSE

Defendants' claims are barred by the doctrines of estoppel, laches, release, and waiver.

ADDITIONAL AFFIRMATIVE DEFENSES

Valve reserves the right to supplement its affirmative defenses as discovery progresses and additional information becomes available.

JURY DEMAND

Valve demands a trial by jury on all issues so triable.

Dated: December 7, 2018

Respectfully submitted,

NIXON PEABODY LLP

By: /s/ Deanna R. Kunze

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